

# Exhibit A



Entered on Docket  
December 29, 2009

Hon. Linda B. Riegle  
United States Bankruptcy Judge

LEWIS AND ROCA LLP

Rob Charles (NV 6593)  
John Hinderaker (AZ 018024)  
Marvin Ruth (NV 10979)  
3993 Howard Hughes Parkway, Ste. 600  
Las Vegas, Nevada 89169-5996  
Telephone (702) 949-8320  
Facsimile (702) 949-8321  
Email: [rcharles@lrlaw.com](mailto:rcharles@lrlaw.com)  
[jhinderaker@lrlaw.com](mailto:jhinderaker@lrlaw.com)  
[mruth@lrlaw.com](mailto:mruth@lrlaw.com)

Attorneys for USACM Liquidating Trust

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE COMPANY,

USA CAPITAL REALTY ADVISORS, LLC,<sup>1</sup>

USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED FUND, LLC,<sup>2</sup>

USA SECURITIES, LLC,<sup>3</sup>

Debtors.

Affects:

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

Case No. BK-S-06-10725-LBR

Case No. BK-S-06-10726-LBR<sup>1</sup>

Case No. BK-S-06-10727-LBR

Case No. BK-S-06-10728-LBR<sup>2</sup>

Case No. BK-S-06-10729-LBR<sup>3</sup>

CHAPTER 11

Jointly Administered Under  
Case No. BK-S-06-10725 LBR

**ORDER SUSTAINING THIRD OMNIBUS OBJECTION OF USACM TRUST TO PROOFS OF CLAIM BASED IN WHOLE OR IN PART, UPON INVESTMENT IN THE BEASTAR LOAN**

Hearing Date: December 18, 2009

Hearing Time: 1:30 p.m.

<sup>1</sup> This bankruptcy case was closed on September 23, 2008.

<sup>2</sup> This bankruptcy case was closed on October 12, 2007.

<sup>3</sup> This bankruptcy case was closed on December 21, 2007.

1       The Court having considered the “Third Omnibus Objection of USACM Trust to  
2 Proofs of Claim Based In Whole or In Part, Upon Investment in The BeaStar Loan”,  
3 [Docket No. 7797] (the “Objection”) at the December 18, 2009 Omnibus Objection;  
4 proper notice of the Objection having been given; no response to the Objection having  
5 been filed; and good cause appearing:

6       **IT IS HEREBY ORDERED:**

- 7           1.       The Objection is sustained;
- 8           2.       The claims listed on **Exhibit A** attached are allowed as general  
9                unsecured claims for the amount shown as Unremitted Principal;
- 10          3.       The claims listed on **Exhibit A** are disallowed in the amount shown  
11              to the extent they are based upon a Direct Lender investment in The  
12              BeaStar Loan.
- 13          4.       To the extent the claims listed on **Exhibit A** are based upon  
14              investments in loans other than The BeaStar Loan, this order does not  
15              affect the claims and the USACM Trust may file further objections.

16       PREPARED AND RESPECTFULLY SUBMITTED BY:

17       **LEWIS AND ROCA LLP**

18       By /s/ John Hinderaker (018024)  
19           Rob Charles  
20           John Hinderaker (*pro hac vice*)  
21           Marvin Ruth  
22           3993 Howard Hughes Parkway, Ste. 600  
23           Las Vegas, Nevada 89169-5996  
24           Telephone: (702) 949-8200  
25           Facsimile: (702) 949-8398  
26           *Attorneys for USACM Liquidating Trust*

1 In accordance with Local Rule 9021, the undersigned certifies:

2       The Court waived the requirements of LR 9021.

3       This is a Chapter 11 case. I have delivered a copy of this proposed order to all  
4 counsel who appeared at the hearing, any unrepresented parties who appeared at  
5 the hearing, and any trustee appointed in this case, and each has approved or  
6 disapproved the order, or failed to respond, as indicated below (list each party  
document):

|  |   |
|--|---|
| 7 U.S. Trustee: August Landis  |   |
| 8 <input type="checkbox"/> approved the form of this order                           | <input type="checkbox"/> disapproved the form of this order |
| 9 <input checked="" type="checkbox"/> waived the right to review the order<br>and/or | <input type="checkbox"/> failed to respond to the document  |
| 10 Other Party (no other party appeared):  |   |
| 11 <input type="checkbox"/> approved the form of this order                          | <input type="checkbox"/> disapproved the form of this order |
| 12 <input type="checkbox"/> waived the right to review the order<br>and/or           | <input type="checkbox"/> failed to respond to the document  |

13                  ####

14 Submitted by:

15                  **LEWIS AND ROCA LLP**

16 By: /s/John Hinderaker (#018024)

17                  Rob Charles

18                  John Hinderaker (*pro hac vice*)

19                  Marvin Ruth

20                  *Attorneys for USACM Liquidating Trust*

## Exhibit A

## EXHIBIT

| Claim       | Name                             | Address   | Total Claim Amount | Amount Related to the Beastar, LLC Loan | Allowed Diverted Principal Claim Amount | Approximate Amount Subject to Objection Because it Relates to an Investment In the Beastar, LLC Loan |
|-------------|----------------------------------|---|--------------------|---|---|--|
| 10725-02178 | Marshal Brecht Trust Dtd 2/5/86  | Marshall J & Janet L Brecht Trustees<br>640 Colonial Cir<br>Fullerton, CA 92835 | 3,418,022.00       | 22,118.00                               | 21,788.66                               | 329.34   |
| 10725-02215 | Charles B Anderson Trust         | Jones Vargas, Attn: Janet L Chubb, Esq<br>PO Box 281<br>Reno, NV 89504          | 185,281.09         | 43,584.48                               | 43,577.32                               | 7.16   |
| 10725-02220 | Rogers, James William            | 78 Seal Rock Dr<br>San Francisco, CA 94121                                      | 613,040.12         | 44,964.03                               | -                                       | 44,964.03  |
| 10725-02267 | Daniel Living Trust As Amended   | Mark A & Cathy A Daniel Ttees<br>20 Redonda<br>Irvine, CA 92620-1954            | 1,119,987.66       | 44,964.03                               | -                                       | 44,964.03  |
| 10725-02306 | Menchetti, D G                   | Po Box 7100<br>Incline Village, NV 89452-7100                                   | 1,800,000.00       | 250,000.00                              | 108,939.72                              | 141,060.28   |
| 10725-02366 | Al-Awar Living Trust Dtd 4/05/01 | Adib M & Ellen A Al-Awar Ttees<br>1330 Burro Ct<br>Gardnerville, NV 89410       | 3,615,913.62       | 89,928.06                               | -                                       | 89,928.06  |
| 10725-02423 | Pinsker, Donald H                | 8650 W Verde Way<br>Las Vegas, NV 89149-4145                                    | 1,633,057.16       | 33,727.02                               | -                                       | 33,727.02  |